

#5976

ADDENDUM TO ENGAGEMENT LETTER OF 17 FEBRUARY 2010

This Addendum is entered into as 27 October 2010 and is an amendment to the engagement of Shulman Rogers by the Republic of Somalia, as memorialized in the letter of 17 February 2010, including the Attorney-Client Agreement attached to it (a copy of which is attached hereto). All terms and provisions of that engagement remain the same, except as specifically provided herein, the intent of which is to amend the provisions of the compensation structure as outlined on page 2 of the 17 February 2010 letter and in paragraph 2 of the Attorney-Client Agreement. In particular, this Addendum revises the provisions of the engagement regarding the Bonus (as defined therein), as follows:

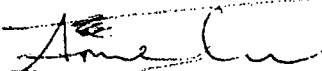
The parties hereby acknowledge and agree that Shulman Rogers and any of its agents, consultants or representatives have not been engaged to perform "political activities" as that term is defined and used in the Foreign Agents Registration Act of 1938 (22 U.S.C. §§ 611-21), as amended, and its implementing regulations (22 C.F.R. §§ 5.1-5.1101 (2009)) ("FARA"), nor has Shulman Rogers or its agents, consultants or representatives engaged in or have any intent to engage in any such "political activities" with respect to any assets or funds of the Republic of Somalia on deposit in any banking or other financial institution outside of the United States. Accordingly, as to work performed by Shulman Rogers or its agents, consultants or representatives pursuant to the engagement with respect to such assets or other funds, the Republic of Somalia's obligations respecting the Bonus remain as outlined and agreed in the 17 February 2010 letter and Attorney-Client Agreement attached thereto. The parties further acknowledge and agree that, with respect to any assets or funds of the Republic of Somalia on deposit in any banking or financial institution within the United States, Shulman Rogers has not to date engaged in "political activities" as that term is defined and used in FARA. Moreover, the parties acknowledge that it is unlikely that Shulman Rogers will engage in "political activities" or that any such "political activities" will directly or indirectly result in the successful release of funds or other assets to the Republic of Somalia. However, to the extent Shulman Rogers engages in any such "political activities" in the future, and to the extent such efforts lead in whole or in part, directly or indirectly, to the release of such assets or funds to the Republic of Somalia, then the Republic shall have no obligation to pay the Bonus with respect to those assets or funds, the release of which was, in whole or in part, the result of "political activities".

NSD/CES/REGISTRATION UNIT
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APPROVED AND ACCEPTED:

Republic of Somalia

By:



Ali A. Amalow

Director of Financial Asset Recovery and Banking Affairs

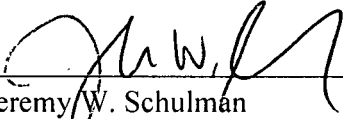
Senior Advisor to President Sharif Sheikh Ahmed

Date:

10-29-10

Shulman, Rogers, Gandal, Pordy & Ecker, P.C.

By:


Jeremy W. Schulman

Date:

11/3/16